

RECORDATION NO. **20244-BB** FILED

JAN 10 '01

9-34 AM
TS

SURFACE TRANSPORTATION BOARD

OF COUNSEL
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

January 10, 2001

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Re: GATC 96-1

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are five (5) copies of the following document, dated as of September 8, 2000: Bill of Sale and Partial Release.

The enclosed document relates to the Equipment Lease and Trust Indenture (GATC 96-1) previously filed with the Board under Recordation Number 20244.

The names and addresses of the parties to the enclosed document are:

Bill of Sale and Partial Release

Owner Trustee: First Security Bank, N.A.
79 South Main Street
Salt Lake City, Utah 84111

Indenture Trustee: Bank One Trust Company
One First National Plaza
Chicago, Illinois 60670

Mr. Vernon A. Williams
January 10, 2001
Page Two

A description of the railroad equipment covered by the enclosed document is:

Two (2) railcars GATX 006330 and GATX 006561

A short summary of the document to appear in the index follows:

Bill of Sale and Partial Release by First Security Bank, Owner
Trustee, and Bank One Trust Company, Indenture Trustee,
deleting from the Lease and Trust Indenture two (2) railcars
GATX 006330 and GATX 006561.

Also enclosed is a check in the amount of \$27.00 payable to the order of the
Surface Transportation Board covering the required recordation fee and cross-indexing fee.

Kindly return stamped copies of each of the enclosed documents to the
undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

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BILL OF SALE AND PARTIAL RELEASE

SURFACE TRANSPORTATION BOARD

First Security Bank, N.A. not in its individual capacity, but solely as Owner Trustee under GATC Trust 96-1, (the "Lessor") under an Equipment Lease Agreement (GATC Trust 96-1) dated as of August 28, 1996 (the "Lease") between the Lessor and GATX Rail Corporation name changed from General American Transportation Corporation (the "Lessee") does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 006330 and GATX 006561 (the "Units") "as is", "where is", without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Units and the obligation of the Lessee to pay rent for such Units under the Lease have terminated.

Bank One Trust Company, NA, as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 96-1) dated as of August 28, 1996 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Security Agreement and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: September 8, 2000

First Security Bank, N.A.
not in its individual capacity, but
solely as Owner Trustee

By: 
Title: Vice President

Bank One Trust Company, NA
as Indenture Trustee

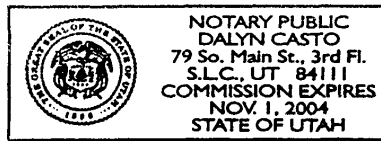
By: _____
Title: _____

State of Utah)
) SS
County of)

On this 8 day of December, 2000, before me personally appeared Janeen R. Higgs, to me personally known, who being by me duly sworn, say that he/she is Vice President of First Security Bank, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]



Dalyn Casto

My commission expires:

State of Illinois)
) SS
County of Cook)

On this _____ day of _____, 2000, before me personally appeared _____, to me personally known, who being by me duly sworn, say that he/she is _____ of Bank One Trust Company, NA, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

BILL OF SALE AND PARTIAL RELEASE

First Security Bank, N.A. not in its individual capacity, but solely as Owner Trustee under GATC Trust 96-1, (the "Lessor") under an Equipment Lease Agreement (GATC Trust 96-1) dated as of August 28, 1996 (the "Lease") between the Lessor and GATX Rail Corporation name changed from General American Transportation Corporation (the "Lessee") does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 006330 and GATX 006561 (the "Units") "as is", "where is", without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Units and the obligation of the Lessee to pay rent for such Units under the Lease have terminated.

Bank One Trust Company, NA, as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 96-1) dated as of August 28, 1996 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Security Agreement and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: September 8, 2000

First Security Bank, N.A.
not in its individual capacity, but
solely as Owner Trustee

By: _____
Title: _____

Bank One Trust Company, NA
as Indenture Trustee

By: M. J. Lye
Title: Vice President

State of Utah)
) SS
County of)

On this _____ day of _____, 2000, before me personally appeared _____, to me personally known, who being by me duly sworn, say that he/she is _____ of First Security Bank, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

State of Illinois)
) SS
County of Cook)

On this 15th day of September, 2000, before me personally appeared Mark J. Frye, to me personally known, who being by me duly sworn, say that he/she is Vice President of Bank One Trust Company, NA, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

